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HEARING DIVISION PROPOSED AMENDMENT #1

AZ CORP COMMISSION
DOCKET CONTROL

TIME/DATE PREPARED January 11, 2008/3:00 p.m.

COMPANY: Santa Cruz Water Co. & Palo Verde Utilities Co.

AGENDA ITEM NO. U-6

DOCKET NO. W-03576A-07-0305 et al.

OPEN MEETING: DATE: Jan. 15 & 16, 2008

SW-03575A-07-0305

Page 3, Line 13 ½: After "Arizona" INSERT: "Public Service"

Page 11, Line 27: INSERT New Findings of Fact:

"66. In Decision No. 69920 (September 27, 2007), the Commission approved the transfer of the CC&Ns of Santa Cruz and Palo Verde to Global Water – Santa Cruz Water Company ("GW-Santa Cruz") and Global Water – Palo Verde Utilities Company ("GW-Palo Verde") (collectively "New Global Utilities"). The New Global Utilities are Arizona corporations."

Page 12, Lines 2, 4, 7 and 10:

DELETE: "Santa Cruz and Palo Verde"

INSERT: "GW-Santa Cruz and GW-Palo Verde"

Arizona Corporation Commission

DOCKETED

JAN 11 2008

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Page 12, Lines 13 & 15:

DELETE: "Global Utilities"

INSERT: "New Global Utilities"

Page 12, Lines 21 & 22:

DELETE: "Santa Cruz Water Company, LLC and Palo Verde Utilities Company, LLC"

INSERT: "Global Water – Santa Cruz Water Company and Global Water – Palo Verde Utilities Company"